

Office of the Attorney General
Educational Affairs Division
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Baltimore, MD 21202
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June 27, 2017

**Request for Proposals to Serve as Special Outside Bond and
Corporate/Transactional Counsel to the
University System of Maryland, its Constituent Institutions, and
Morgan State University,
St. Mary's College of Maryland,
Historic St. Mary's City Commission,
and
Baltimore City Community College**

Responses Due June 28, 2017

Questions and Answers:

1. How many High Impact Economic Development Activity (HIEDA) financings have the Institutions closed since Chapter 450 was approved on May 22, 2012?

Answer: None.

2. Which legal firm or firms represented the Institutions with the HIEDA financings?

Answer: None.

3. What were the amount of the HIEDA financings and what was financed?

Answer: None.

4. How may HIEDA financings are anticipated during the term of the contract?

Answer: "The Institutions anticipate that the HIEDA statute will be used to create entities and economic development during the term of the contract but do not currently have specific plans."

5. What fees were paid to legal firms for representation of the Institutions in HIEDA financings during the last three years?

Answer: None.

6. The Minimum Qualifications of the pending proposal for Special Assistant Counsel requests that “the Offeror, and the members of the Legal Team, must have a minimum of five (5) years’ experience...” Does this requirement apply to each individual member of a proposed legal team or is it an aggregate number?

Answer: The requirement is not an aggregate number. We recognize that not all members of the Legal Team will have a minimum of five (5) years’ experience in each areas of law within the scope of this RFP. We will consider the experience of each member of the Legal Team and the principal contacts under the Contract in the evaluation and selection process.

7. Can the MD OAG please provide the last (3) years of bond counsel fees for the following categories: stand –alone new money, advanced refunding, and a mix; as well as bank loans/private placements?

Answer: The following are the fees paid by the State to bond counsel on Institution-issued bonds:

February 2017 \$165,075,000 University System of Maryland Auxiliary Facility and Tuition Revenue Bonds 2017 Series A and 2017 Refunding Series B; type: mixed new and refunding; fees paid to bond counsel: \$50,616.26

February 2016 \$201,735,000 University System of Maryland Auxiliary Facility and Tuition Revenue Bonds 2016 Series A and 2016 Refunding Series B; type: mixed new and refunding; fees paid to bond counsel: \$50,227.09

March 2015 \$93,690,000 University System of Maryland Auxiliary Facility and Tuition Revenue Bonds 2015 Refunding Series A; type: refunding; fees paid to bond counsel: \$42,896.55

May 2016 Schedule No. 8 to Master Lease Agreement dated July 1, 2009 between University System of Maryland and Key Government Finance, Inc.; type: new money private placement, fees paid to bond counsel: \$15,000.00

July 2016 Schedule No. 9 to Master Lease Agreement dated July 1, 2009 between University System of Maryland and Key Government Finance, Inc.; type: new money private placement, fees paid to bond counsel: \$7,251.00

November 2016 Schedule No. 10 to Master Lease Agreement dated July 1, 2009 between University System of Maryland and Key Government Finance, Inc.; type: new money private placement, fees paid to bond counsel: \$6,000.00

September 2014 \$4,000,000 St. Mary’s College of Maryland Academic Fees and Auxiliary Facilities Fees Revenue Bonds, 2014 Series A; type: new money private placement; fees paid to bond counsel: \$

December 2015 Network Infrastructure Financing – Capital Lease; type: new money private placement, fees paid to bond counsel: \$12,249.08

In addition, the State paid fees in certain transactions to counsel to USM and an Institution but not as bond counsel:

February 2015 MEDCO Student Housing Bowie State University; type: refinancing; fees paid to ground lessor counsel: \$15,498.56

February 2016 MEDCO Student Housing University of Maryland Baltimore County; type: refinancing; fees paid to ground lessor counsel: \$17,523.00

February 2016 MEDCO Student Housing University of Maryland College Park; type: refinancing; fees paid to ground lessor counsel: \$29,552.22

May 2017 MEDCO Student Housing Towson University; type: refinancing; fees paid to ground lessor counsel: \$19,837.94

8. Who serves as Special Outside Bond and Corporate/Transactional Counsel to the Institutions at this time?

Answer: There are three firms, each with a contract that expires on October 31, 2017: McKennon Shelton & Henn LLP, Miles & Stockbridge P.C., and Whiteford Taylor & Preston, L.L.P.

9. What were the rates or flat fees paid to all attorneys and paralegals of law firms during the term of the current contract for counsel services related to the scope of work in this RFP? Each of the current contracts were for an initial term of three years with two one-year extensions. The blended fixed hourly fees were:

Firm	Initial Term	Renewal Term
MSH	\$225 Attorney \$85 Para Professional	\$235 Attorney \$95 Para Professional
M&S	\$200 Attorney \$90 Para Professional	\$215 Attorney \$95 Para Professional
WTP	\$270 Attorney \$90 Para Professional	\$295 Attorney \$95 Para Professional

10. What were the total fees paid to each of the law firms during the current contract?

Answer: McKennon Shelton & Henn LLC: approximately \$40,500.00, Miles& Stockbridge: approximately \$194,988.08 and Whiteford Taylor & Preston: approximately \$363,421.06.

11. How many bond transactions do the Institutions anticipate closing during the term of the new contract?

Answer: unknown, but likely to be at a rate equal to or greater than the rate shown in the Answer to Question 7 above. As the RFP states, however, there can be no guarantee of any work under a Contract.

12. When do the Institutions anticipate issuing their bonds?

Answer: Historically, USM annually issues in the first quarter of the calendar year after audited financials are available. Other issuance often is project- or interest rate-driven. As the RFP states, however, there can be no guarantee of any work under a Contract.